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** In cooperation with
Trench, Rossi e Watanabe
Advogados

September 16, 2016

Honorable Judge Richard G. Andrews
United States District Court
J. Caleb Boggs Federal Building
844 N. King Street, Unit 9 - Room 6325
Wilmington, DE 19801

Miller v. Sun Capital Partners, et al., Case No. 13-1996

Your Honor,

Based upon comments made by the Court on June 24, 2016, and absent any further direction thereafter, since August the parties have jointly prepared the case for trial on October 3, 2016 with the expectation that the "largest" of the transactions, the June 1, 2007 Dividend transaction (and the associated Count(s) in Plaintiff's complaint), would proceed to trial on October 3, 2016.

To that end, and in advance of the September 23, 2016 pre-trial conference, the parties have prepared a joint pre-trial order, exchanged exhibits, designated testimony, drafted stipulations, identified witnesses, and fully briefed motions *in limine*, focusing upon that transaction and those counts or portions of counts.

Although the Court's most recent Order is not inconsistent with its prior thinking of conducting seriatim trials on the transactions at issue in this litigation (with the June 1, 2007 dividend claims being tried first), it did not conclusively set forth the Court's expectation. Therefore, in an abundance of caution, the parties wish to confirm that the manner in which the parties have jointly prepared the case meets the Court's approval and that the only claims being tried on October 3, 2016 are Counts I and those portions of Counts VII and VIII that relate to the June 1, 2007 dividend.

Separately, even if the upcoming trial is focused upon the June 1, 2007 Dividend, the Court has allocated five days (inclusive of the Jewish Holiday) for it to be completed. In response to the parties' joint statements that the trial will take at least an additional week, the Court had indicated it would find more time for the trial. However, the most recent Order is silent as to the length of trial. Therefore, to make sure that the parties preserve judicial resources and meet the Court's expectations, they jointly request a clarification on this point.

Counsel look forward to speaking with your Honor on Monday, September 19, 2016.

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Respectfully,



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